

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW HAMPSHIRE

In re:

Upper Valley Commercial Corporation,
Debtor

Chapter 11
Case No. 13-13110

EMERGENCY EX PARTE MOTION FOR EXPEDITED HEARING ON
MOTION FOR ORDER AUTHORIZING
THE DEBTOR IN POSSESSION TO UTILIZE POST-PETITION FINANCING

Upper Valley Commercial Corporation, (“Debtor”) the debtor and debtor-in-possession in the above captioned chapter 11 case, hereby files this Emergency Ex Parte Motion for Expedited Hearing (the “Motion”) with respect to its Motion for Order Authorizing DIP Financing (the “DIP Financing Motion”), and in support hereof states as follows:

1. On December 31, 2013 the Debtor filed its DIP Motion seeking authority to advance funds from its line of credit with Woodsville Guaranty Savings Bank (the “Bank”). These funds will then be lent to a related non-Debtor entity Park J. Patten, Inc., d/b/a Patten’s Gas (“PG”), a wholesale and retail gas supplier (the “PG Loan”).

2. In order to purchase gas for its customers, PG requires \$200,000 on or before Friday, January 3, 2014. In the absence of such a loan, it is anticipated that many of PG’s customers will run out of gas before a hearing can be held in the normal course.

3. If the Motion is granted, the loan to PG will be made according to the following terms, as detailed in the Motion: a) in no event will the Debtor increase its line of credit with the Secured Creditor above the present cap of \$2,000,000; b) no proposed post-petition draws on the line of credit shall be permitted without the prior consent of the Secured Creditor, which consent shall not be unreasonably withheld; c) nothing herein shall require the Secured Creditor to permit further post-petition drawings on the line of credit; d) the Secured Creditor shall retain, without

modification, all of its pre-petition rights under the applicable loan and collateral documents and all amounts drawn on the line of credit shall continue to be secured by the Secured Creditor's pre-petition and post-petition collateral; e) Secured Creditor may, in its sole discretion, freeze the line of credit and preclude further drawings or extensions of credit in the event that the Debtor, or any related individual or entity, fails to comply with the material provision of any loan and collateral documents, or otherwise fails to comply with its obligations under any cash collateral orders entered in this case; and f) the Debtor will repay in full such amounts to the Secured Creditor as they are repaid by PG or through any refinancing that may be approved by the Court.

4. Woodsville assents both to the underlying DIP loan as well as to this motion seeking an emergency hearing.

5. Undersigned counsel has contacted counsel for the Attorney General's Office, the US Trustee's office and Woodsville. All counsel are generally available for a live hearing or a telephonic hearing between the time of this filing and noon on Friday.

WHEREFORE, the Debtor respectfully requests that the Court enter an order, allowing an emergency *ex parte* hearing, either in person or telephonically, on the Debtor's DIP Motion and granting such other and further relief as may be appropriate and just.

Respectfully submitted,

**UPPER VALLEY COMMERCIAL
CORPORATION**

By The Proposed Attorneys for Debtor and Debtor in
Possession

THE TAMPOSI LAW GROUP, P.C.

Dated: January 2, 2014

By: /s/ Peter N. Tamposi

Peter N. Tamposi, Esquire
BNH #04931
159 Main Street
Nashua, New Hampshire 03060
(Tel) (603) 204-5513
(Fax) (603) 204-5515
Peter@thetamposilawgroup.com

CERTIFICATE OF SERVICE

I, Peter N. Tamposi, do hereby certify that a copy of the foregoing EMERGENCY *EX PARTE* MOTION FOR EXPEDITED HEARING ON MOTION FOR ORDER AUTHORIZING THE DEBTOR IN POSSESSION TO UTILIZE POST-PETITION FINANCING *MOTION FOR ORDER AUTHORIZING THE DEBTOR IN POSSESSION TO UTILIZE POST-PETITION FINANCING* was this day forwarded to the following parties, via the Court's electronic filing system.

Dated: January 2, 2014

/s/ Peter N. Tamposi
Peter N. Tamposi (BNH #04913)

Notice will be electronically mailed to:

UST on behalf of U.S. Trustee Office of the U.S. Trustee
USTPRegion01.MR.ECF@usdoj.gov, Geraldine.L.Karonis@usdoj.gov

Greg Moffett, counsel for Debtor's secured creditor Woodsville Guaranty Savings Bank.
gmoffett@preti.com

Peter Roth, Bankruptcy Counsel for the NH Office of Attorney General, Peter.Roth@doj.nh.gov

